

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 18, 2021

Live Ventures Incorporated

(Exact name of Registrant as Specified in Its Charter)

Nevada
(State or Other Jurisdiction
of Incorporation)

001-33937
(Commission File Number)

85-0206668
(IRS Employer
Identification No.)

325 E. Warm Springs Road, Suite 102
Las Vegas, Nevada
(Address of Principal Executive Offices)

89119
(Zip Code)

Registrant's Telephone Number, Including Area Code: 702 997-5968

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.001 par value per share	LIVE	The NASDAQ Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure.

In accordance with Regulation FD, Live Ventures Incorporated (the “Company”), hereby furnishes the “Investor Presentation” that the Company may present or otherwise make available to analysts and investors on or after October 18, 2021. Contemporaneously with the filing of this Current Report, the slides that comprise the Investor Presentation will be available on the Company’s website at liveventures.com. The information contained in the Investor Presentation is summary information that is intended to be considered only in the context of the Company’s periodic reports, as filed with Securities and Exchange Commission (“SEC”), and of other public announcements that the Company may make, by press release or otherwise, from time to time (collectively, the “Public Disclosures”).

If the Investor Presentation provides estimates or targets concerning fiscal 2021 or any subsequent years, these reflect statements that have previously been made in the Company’s Public Disclosures. The Company does not undertake any duty or obligation to disclose any updates or revisions in the information contained in the Investor Presentation, although the Company may do so from time to time. Any such updating may be made through the Company’s filing of periodic reports or documents with the SEC, through press releases, or through other public disclosure.

The slides that constitute the Investor Presentation are furnished as Exhibit 99.1 hereto. In accordance with General Instruction B.2 of Form 8-K, the information furnished pursuant to Item 7.01, including Exhibit 99.1, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description
99.1	Slides presented by Live Ventures Incorporated to analysts and investors on or after October 18, 2021.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, we have duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LIVE VENTURES INCORPORATED

By: /s/ Jon Isaac
Name: Jon Isaac
Title: Chief Executive Officer

Dated: October 20, 2021

Live Ventures Incorporated

Investor Presentation
Summer 2021

NASDAQ:LIVE

FORWARD-LOOKING STATEMENTS

The words "Live Ventures," "company" or "Company" refer to Live Ventures Incorporated and its wholly-owned subsidiaries. This Presentation contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. In accordance with the safe harbor provisions of this Act, statements contained herein that look forward in time that include everything other than historical information involve risks and uncertainties that may affect the company's actual results. These forward-looking statements can be identified by terminology such as "will," "expects," "anticipates," "future," "intends," "plans," "believes," "estimates" and similar statements. These forward-looking statements include, but are not limited to, statements regarding Annualized Sales, Annualized Revenue, and Projected Fiscal Year 2021 EBITDA. These statements are based on various estimates and assumptions, whether or not identified in this Presentation, believed to be reasonable at the time of preparation; however, no assurance can be given that any such estimates or valuations will ultimately be realized or that realizations will occur within the timeframes on which these estimates are made. Forward-looking information is inherently subjective and uncertain, and is not necessarily indicative of the future performance, nor is it a guaranty that such results will be attained. Forward-looking information is based on the assessment of various valuation and operating parameters, but actual future performance and market conditions are volatile and unpredictable. Live Ventures may also make written or oral forward-looking statements in its periodic reports to the U.S. Securities and Exchange Commission (the "SEC") on Forms 10-K and 10-Q, Current Reports on Form 8-K, in its annual report to stockholders, in press releases and other written materials, and in oral statements made by its officers, directors or employees to third parties. There can be no assurance that such statements will prove to be accurate and there are a number of important factors that could cause actual results to differ materially from those expressed in any forward-looking statements made by the company, including, but not limited to, plans and objectives of management for future operations or products, the market acceptance or future success of our products, and our future financial performance. The company cautions that these forward-looking statements are further qualified by other factors, including, but not limited to, those set forth in the company's Annual Report on Form 10-K for the fiscal year ended September 30, 2020 and Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2021 (available at <http://www.sec.gov>). Live Ventures undertakes no obligation to publicly update or revise any statements in this Presentation, whether as a result of new information, future events, or otherwise.

TRADEMARKS AND TRADENAMES

Live Ventures owns or has the rights to various trademarks, service marks, and trade names that it uses in connection with the operation of its business. Solely for convenience, the trademarks, service marks, and trade names referred to in this Presentation may appear without the ®, TM, or SM symbols; but such references are not intended to indicate, in any way, that Live Ventures will not assert, to the fullest extent under applicable law, its rights or the right of the applicable licensor to these trademarks, service marks, and trade names.

Live Ventures provides investors a unique opportunity to own a diverse portfolio of growing middle-market companies.

\$127M

Total Invested¹

4

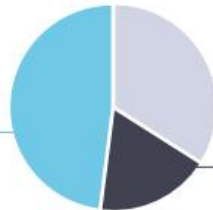
Main Platform Investments²



buy-build-hold strategy

Revenue by Segment²

Flooring Manufacturing 48%



Retail 34%

Steel Manufacturing 18%

1968

Year Founded

Las Vegas, NV

Headquarters

\$198.7M

Total Assets³

\$263.3M

Revenue (TTM)³

\$34.5M

Operating Income (TTM)³

\$48.3M

Cash and Availability³

**LIV
E**

Nasdaq Ticker Symbol

\$58.8M

Current Market Capitalization⁴



Long-term focused,
buy-build-hold
strategy



Strategic focus on
acquiring U.S.-based
middle market growth
companies, industry-
agnostic



Value-oriented with
focus on accretive
acquisitions



Patient capital with
opportunities to invest
through new platforms
and/or



Investment in
existing platforms
(both organic and
inorganic)



Growing, diversified
portfolio

- ✓ Track-Record of Growth and Building Stockholder Value
- ✓ Patient Capital with Long-Term Investment Focus
- ✓ Diversified Capital Allocation Strategy
- ✓ Highly Invested Management Team
- ✓ Liquid Alternative to Investing in Middle Market P/E

In **2015**, Live Ventures acquires Marquis Industries Inc. ("Marquis")



In **2016**, Live Ventures acquires Vintage Stock Inc. ("Vintage Stock")



In **2020**, Live Ventures acquires Precision Marshall ("Precision")



In **2021**, Live Ventures acquires a minority stake in Salomon Whitney LLC ("SW Financial")



Live Ventures Consolidated Annual Revenue⁵ (\$ thousands)



Quick Company Stats

- Year Acquired: 2015
- FY2020 Annual Revenue²: \$109.6M
- FY2020 Annual Operating Income²: \$16.1M

Company Description / Highlights

- Marquis is a leading carpet manufacturer and distributor of carpet and hard-surface flooring products focused primarily on the residential, niche commercial, and hospitality end-markets and serves thousands of customers
- Marquis has been an innovator and leader in the value-oriented polyester carpet sector, which is currently the market's fastest-growing fiber category
- State-of-the-art operations enable high quality products, unique customization, and exceptionally short lead-times.



Quick Company Stats

- Year Acquired: 2017
- FY2020 Annual Revenue²: \$69.6M
- FY2020 Annual Gross Profit^{2,6}: \$39.3M

Company Description / Highlights

- Vintage Stock is an award-winning specialty entertainment retailer offering a large selection of entertainment products, including new and pre-owned movies, video games, and music products
- Buy/sell/trade model offers customers a unique value proposition through more than 60 retail locations and online
- Strategically positioned across Arkansas, Colorado, Idaho, Illinois, Kansas, Missouri, New Mexico, Oklahoma, Texas, and Utah



Quick Company Stats

- Year Acquired: 2020
- 3Q 2021 Quarterly Revenue⁷: \$13.0M
- 3Q 2021 Quarterly Operating Income⁷: \$1.9M

Company Description / Highlights

- Precision is a North American leader in providing and manufacturing pre-finished de-carb free tool and die steel offering over 1,200 SKUs
- For over 70 years, Precision has offered exemplary availability and value-added processing capabilities for its steel distributor customers saving providing them quick and accurate service and reducing their turnaround time and processing costs



Quick Company Stats

- Year Acquired: 2021⁸

Company Description / Highlights

- SW Financial is a licensed broker-dealer and investment bank offering clients a broad range of products and services, including broker retailing of corporate equity and debt securities, private placement of securities, corporate finance consulting regarding mergers and acquisitions, broker selling of variable life insurance or annuities, and broker retailing of U.S. government and municipal securities
- SW Financial has over 70 registered representatives and is licensed to operate in all 50 states



Jon Isaac

President &
Chief Executive Officer

- Founder of Isaac Organization and the strategic investor behind Live Ventures, Mr. Isaac acquired the struggling nuclear servicing company in 2011 and repurposed Live Ventures into its current diversified holdings model
- Through both Isaac Organization and the company, Mr. Isaac has closed numerous multi-faceted real estate transactions and traditional buy-out transactions with a focus on creative structuring and financing

Eric Althofer

Chief Operating Officer
& Managing Director (Finance)

- Before joining Live Ventures in 2021, Mr. Althofer served as a director of Capitala Investment Advisors, responsible for underwriting and executing middle-market debt transactions. Previously, Mr. Althofer also held roles in investment banking with Jefferies LLC and strategy & operations consulting at Deloitte Consulting

- The company reported record revenues in its 2021 third quarter of \$69.1 million, and basic earnings per share ("EPS") of \$6.35, which represents an increase of 63% and 191%, respectively, over the same quarter last year.
- The company also reported net income attributable to Live Ventures' stockholders of \$9.9 million, and operating income of \$8.2 million, representing an increase of 177% and 37%, respectively, over the same quarter last year.



191%

EPS grew to \$6.35, a 191% increase over the same quarter last year

Revenue	\$M	% Change
Retail	\$21.7	52%
Flooring Manufacturing	\$34.2	23%
Steel Manufacturing	\$13.0	N/A
Corporate	\$0.1	-7%

Highlights of the third quarter of fiscal 2021, compared to the same period last year include:

- Revenues of \$69.1 million; up 63%
- Gross profit of \$25.1 million; up 50%
- Operating income of \$8.2 million; up 37%
- Earnings per basic share of \$6.35; up 191%
- Total cash and cash availability under its various lines of credit of \$48.3 million
- Net cash provided by operating activities for the nine months ended June 30, 2021 of \$32.2 million

**63%**

Revenues of \$69.1 million up 63%

**50%**

Gross profit of \$25.1 million up 50%

\$48M

Total cash & availability

* On August 2, 2021, the U.S. Securities and Exchange Commission ("SEC") filed a civil complaint in the United States District Court for the District of Nevada naming Live Ventures Incorporated (the "Company") and two of its executive officers as defendants. See the Company's Current Report on Form 8-K filed with the SEC on August 6, 2021.

¹Represents the combined purchase prices of Marquis Industries (\$30M –July 15, 2015), Vintage Stock (\$60M –November 28, 2016), Precision Marshall (\$31.5M – July 15, 2020, Lonesome Oak add-on acquisition for Marquis (\$14M –January 31, 2020), and Salomon Whitney Financial LLC (\$6M –June 14, 2020)

²Represents the 9 months ended as of June 30, 2021, Live Ventures' main platform investments are Marquis, Vintage Stock, Precision Marshall and Salomon Whitney, LLC. Salomon Whitney Financial is currently reported as a minority interest and not included in segment level reporting

³As of June 30, 2021. Please reference 10-Q filed on August 16, 2021 for additional information

⁴As of October 5, 2021. Closing stock price of \$37.46 and 1.571M common shares outstanding

⁵Please reference historically filed 10-K statements for annual historical revenue detail

⁶Vintage Stock financial information is reported under the Retail segment, which includes ApplianceSmart, and operating income for Vintage Stock standalone is not provided. Operating Income for the Retail segment for the year ended September 30, 2020 was \$8.7MM

⁷Precision Marshall was acquired during the fiscal year of 2020 and standalone historical financial information has not been provided

⁸On June 14, 2021, Live Ventures acquired a 24.9% minority stake in Salomon Whitney, LLC pending FINRA approval of the remaining 75.1%

LV

Live Ventures Incorporated



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NASDAQ:LIVE